

20074

ALVORD AND ALVORD
ATTORNEYS AT LAW
918 SIXTEENTH STREET, N.W.
SUITE 200
WASHINGTON, D.C.

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

20006-2973

OF COUNSEL
URBAN A. LESTER

(202) 393-2266

FAX (202) 393-2156

May 24, 1996

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a), are three (3) copies of a Notice of Termination of Memoranda of Lease and Memoranda of Assignment, dated as of May 24, 1996, a primary document as defined in the Board's Rules for the Recordation of Documents.

The name and address of the party to the enclosed document are:

Lessor/Assignor: ACF Industries, Incorporated
620 North Second Street
St. Charles, Missouri 63301

As stated in the Notice, the assignment of each lease identified on Schedule I has been terminated. However, the security interest in each of the railcars identified on Schedule I has not been terminated.

Mr. Vernon A. Williams
May 24, 1996
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Also enclosed is a check in the amount of \$21.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. Alvord', with a stylized flourish at the end.

Robert W. Alvord

RWA/bg
Enclosures

5/24/96

Robert W. Alvord
Alvord And Alvord
918 Sixteenth Street, NW., Ste. 200
Washington, DC., 20006-2973

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 5/24/96 at 11:40AM, and assigned recordation number(s). 20072, 20073, 20074, 20075-20075-A, 20076, 20076-A, 20077, 20077-A, 20078, 20078-A, 20079, 20079-A, 20080, 20080-A, 20081, 20081-A, 20082, 20082-A, 20083, 20083-A, 20084, 20084-A, 20085, 20085-A, 20086, 20086-A, 20087, 20087-A, 20088, 20088-A, 20089, 20089-A, 20090, Sincerely yours,
20090-A, 20091, 20091-A, 20092, 20092-A, 20093, 20093-A, 20094, 20094-A, 20095, 20095-A, 20096, 20096-A, 20097, 20097-A, 20098, 20098-A, 20099, 20099-A, 20100, 20100-A.

Vernon A. Williams
Secretary

Enclosure(s)

\$ 1155.00 The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature

Carrie M. Fort

20074

NOTICE OF TERMINATION
OF
MEMORANDA OF LEASE
AND
MEMORANDA OF ASSIGNMENT

NOTICE IS HEREBY GIVEN that the assignment of the leases listed on Schedule 1 (but not the security interest in the railcars listed on said Schedule 1) has been terminated.

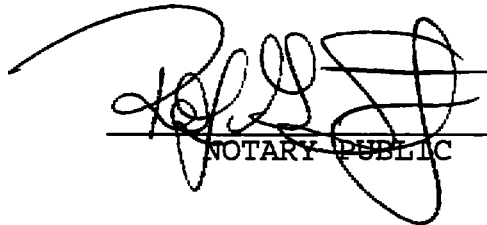
ACF INDUSTRIES, INCORPORATED

By: 

Its: _____

STATE OF NEW YORK)
) ss.
COUNTY OF NEW YORK)

On this 2nd day of May, 1996, before me personally appeared Robert J. Mitchell, to me personally known, who being by me duly sworn, says that he resides in Woodbury, New York and he is the Senior Vice President of ACF INDUSTRIES, INCORPORATED and that the foregoing instrument was signed on behalf of said corporation on the date hereof, and he acknowledged that the execution of the said instrument was his free act and deed.



NOTARY PUBLIC

My commission expires:

ROBYN G. STEINBERG
Notary Public, State of New York
No. 01ST5026264
Qualified in New York County
Commission Expires April 18, 1998
1998

| LESSEE* | CONTRACT | IDENTIFYING NUMBERS | | NUMBER OF CARS | AAR DESIGNATOR |
|-----------------------|----------|------------------------|-------|-------------------|-------------------|
| CELTRAN, INCORPORATED | 71730015 | ACFX | 85779 | 1 | T564 |
| CELTRAN, INCORPORATED | 71730015 | ACFX | 85780 | 1 | T564 |
| CELTRAN, INCORPORATED | 71730015 | ACFX | 85783 | 1 | T564 |
| CELTRAN, INCORPORATED | 71730015 | ACFX | 85784 | 1 | T564 |
| CELTRAN, INCORPORATED | 71730015 | ACFX | 85787 | 1 | T564 |
| CELTRAN, INCORPORATED | 71730015 | ACFX | 85788 | 1 | T564 |
| MOBIL OIL CORPORATION | 50400018 | ACFX | 38670 | 1 | C214 |
| MOBIL OIL CORPORATION | 50400022 | ACFX | 38624 | 1 | C214 |
| MOBIL OIL CORPORATION | 50400022 | ACFX | 38628 | 1 | C214 |
| MOBIL OIL CORPORATION | 50400022 | ACFX | 38633 | 1 | C214 |
| MOBIL OIL CORPORATION | 50400022 | ACFX | 38649 | 1 | C214 |
| MOBIL OIL CORPORATION | 50400022 | ACFX | 38650 | 1 | C214 |
| MOBIL OIL CORPORATION | 50400022 | ACFX | 38651 | 1 | C214 |
| MOBIL OIL CORPORATION | 50400022 | ACFX | 38669 | 1 | C214 |
| MOBIL OIL CORPORATION | 50400022 | ACFX | 38673 | 1 | C214 |
| MOBIL OIL CORPORATION | 50400022 | ACFX | 38675 | 1 | C214 |
| MOBIL OIL CORPORATION | 50400024 | ACFX | 38920 | 1 | C214 |
| TEXAS PETROCHEMICAL | 4761 | ACFX | 17160 | 1 | T409 |
| TEXAS PETROCHEMICAL | 4761 | ACFX | 17161 | 1 | T389 |
| TEXAS PETROCHEMICAL | 4761 | ACFX | 17162 | 1 | T389 |
| TEXAS PETROCHEMICAL | 4761 | ACFX | 17164 | 1 | T409 |
| TEXAS PETROCHEMICAL | 4761 | ACFX | 17165 | 1 | T389 |
| TEXAS PETROCHEMICAL | 4761 | ACFX | 17166 | 1 | T409 |
| TEXAS PETROCHEMICAL | 4761 | ACFX | 17168 | 1 | T409 |
| TEXAS PETROCHEMICAL | 4761 | ACFX | 17169 | 1 | T389 |
| TEXAS PETROCHEMICAL | 4761 | ACFX | 17170 | 1 | T409 |
| TEXAS PETROCHEMICAL | 4761 | ACFX | 17171 | 1 | T389 |
| TEXAS PETROCHEMICAL | 4761 | ACFX | 17173 | 1 | T409 |
| TEXAS PETROCHEMICAL | 4761 | ACFX | 17268 | 1 | T409 |
| TEXAS PETROCHEMICAL | 4761 | ACFX | 17269 | 1 | T409 |
| TEXAS PETROCHEMICAL | 4761 | ACFX | 17270 | 1 | T389 |
| TEXAS PETROCHEMICAL | 4761 | ACFX | 17271 | 1 | T389 |
| TEXAS PETROCHEMICAL | 4761 | ACFX | 17272 | 1 | T389 |
| TEXAS PETROCHEMICAL | 4761 | ACFX | 17273 | 1 | T389 |
| TEXAS PETROCHEMICAL | 9123 | ACFX | 80173 | 1 | T389 |
| TEXAS PETROCHEMICAL | 9123 | ACFX | 80174 | 1 | T389 |
| TEXAS PETROCHEMICAL | 9123 | ACFX | 80175 | 1 | T389 |
| TEXAS PETROCHEMICAL | 9123 | ACFX | 80176 | 1 | T389 |
| TEXAS PETROCHEMICAL | 9123 | ACFX | 80177 | 1 | T389 |
| TEXAS PETROCHEMICAL | 9123 | ACFX | 80178 | 1 | T389 |
| TEXAS PETROCHEMICAL | 9123 | ACFX | 80179 | 1 | T409 |
| TEXAS PETROCHEMICAL | 9123 | ACFX | 80180 | 1 | T389 |
| TEXAS PETROCHEMICAL | 9123 | ACFX | 80181 | 1 | T409 |
| TEXAS PETROCHEMICAL | 9123 | ACFX | 80182 | 1 | T389 |
| TEXAS PETROCHEMICAL | 9123 | ACFX | 80183 | 1 | T389 |
| TEXAS PETROCHEMICAL | 9123 | ACFX | 80184 | 1 | T389 |
| TEXAS PETROCHEMICAL | 9123 | ACFX | 80185 | 1 | T389 |
| TEXAS PETROCHEMICAL | 9123 | ACFX | 80186 | 1 | T389 |
| TEXAS PETROCHEMICAL | 9123 | ACFX | 80187 | 1 | T389 |
| LUZENAC AMERICA, INC. | 3283 | ACFX | 59916 | 1 | C614 |

| LESSEE* | CONTRACT | IDENTIFYING NUMBERS | | NUMBER OF CARS | AAR DESIGNATOR |
|-----------------------|----------|------------------------|-------|-------------------|-------------------|
| LUZENAC AMERICA, INC. | 3283 | ACFX | 59917 | 1 | C614 |
| LUZENAC AMERICA, INC. | 3283 | ACFX | 59918 | 1 | C614 |
| LUZENAC AMERICA, INC. | 3283 | ACFX | 59919 | 1 | C614 |
| LUZENAC AMERICA, INC. | 3283 | ACFX | 59920 | 1 | C614 |
| LUZENAC AMERICA, INC. | 3283 | ACFX | 59921 | 1 | C614 |
| LUZENAC AMERICA, INC. | 3283 | ACFX | 59923 | 1 | C614 |